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Attorneys for Plaintiff FRISKIT, INC.

UNITED STATES DISTRICT COURT

IN AND FOR THE NORTHERN DISTRICT OF CALIFORNIA

FRISKIT, INC., a Delaware corporation,

Plaintiff,

v.

REALNETWORKS, INC., a Washington
 corporation, and LISTEN.COM, a California
 corporation,

Defendant.

Case No. CV 03-5085-WWS

**STIPULATION AND ~~[PROPOSED
 ORDER]~~ FOR CONTINUANCE OF
 DEADLINE TO CONDUCT
 MEDIATION**

Pursuant to Local ADR Rule 6-5, Plaintiff Friskit, Inc. ("Friskit") and Defendants
 Realnetworks, Inc. and Listen.com (collectively "Defendants") respectfully submit the following
 stipulation:

STIP FOR CONTINUANCE OF DEADLINE TO CONDUCT MEDIATION
 Case No. CV 03-5085-WWS

1 WHEREAS, on September 28, 2006, Friskit and Defendants submitted a Stipulation and
2 [Proposed] Order Selecting ADR Process and opted for mediation. In October 2006, the parties
3 were ordered to complete mediation by January 16, 2007. The mediation is currently scheduled
4 for Tuesday, January 16, 2007.

5 WHEREAS, since the inception of this action, Baniak, Pine, and Gannon ("BPG") has
6 acted as Friskit's lead litigation counsel for over three (3) years.

7 WHEREAS, on December 20, 2006, Friskit was notified that BPG was dissolving their
8 law practice and that the two lead attorneys on this case were planning to practice with separate
9 law firms. Friskit unsuccessfully attempted to reach a new agreement with these new law firms
10 to continue representation. On December 28, 2006, BPG's co-lead counsel, Jeffrey Pine,
11 informed Friskit that the BPG attorneys would file Motions to Withdraw their appearances as
12 Friskit's counsel in this matter. Friskit anticipates that BPG will file a Motion to Withdraw
13 before this Court within 2-4 business days of the filing of this stipulation.

14 WHEREAS, Friskit has begun to seek new lead litigation counsel, but has not yet been
15 successful in that search.

16 WHEREAS, Friskit contacted Defendants' counsel on January 3, 2007 in attempt to
17 stipulate to an extension of time to conduct mediation. On January 4, 2007, Plaintiff and
18 Defendants agreed to request that the mediation deadline be extended until January 31, 2007.
19 The parties further agree that should mediation not be successful, Friskit should be allowed
20 sufficient time to find new litigation counsel, and that both parties should be allowed sufficient
21 time prepare for trial, if necessary.

22 NOW THEREFORE IT IS HEREBY STIPULATED, by and between Plaintiff and
23 Defendants, through their respective counsel of record, and the parties respectfully request that
24 the Court order as follows:

25 1) The date for the parties to complete mediation shall be extended from Tuesday,
26 January 16, 2007, to Wednesday, January 31, 2007.

2) Should mediation not be successful, Friskit shall be allowed sufficient time to find new litigation counsel, and both parties be allowed sufficient time prepare for trial, if necessary.

/s/ Scott H. Kaliko

/s/ David Perlson

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Attorneys for Defendants

PURSUANT TO STIPULATION IT IS SO ORDERED.

DATED: Jan. 8, 2007


The Honorable William W. Schwarzer
United States District Court Judge